# **News Release**



# Japan Credit Rating Agency, Ltd

22-D-1401 February 20, 2023

Japan Credit Rating Agency, Ltd. (JCR) announces the following credit rating.

# BCPG Nagano Komagane Green Project Bond Trust Beneficial Interest and Trust ABL

<Assignment>

Beneficial Interest: Preliminary BBB ABL: Preliminary BBB

### Rationale

# 1. Outline of Project and Scheme

This is a rating for project finance for a solar power generation project in Komagane City, Nagano Prefecture, sponsored by BCPG Japan Corporation. Komagane PV G.K. (Project GK) has been established as the SPC for this project. In this project, Mitsubishi HC Capital Trust Corporation will be the trustee, and it plans to create a beneficiary interest and a trust ABL backed by a loan (Project Loan) from the trustee to the Project GK. The Project GK will finance the necessary project costs, etc. by accepting these loan and silent partnership investments, etc. The ratings are assigned to these beneficial interest and trust ABL.

The Project GK will make principal and interest payments on the Project Loan twice a year, using the proceeds from electricity sales. The Project GK's dividend payments to the investors are subordinated to the principal and interest payments on the Project Loan, and if the DSCR (latest 12 months combined basis) falls below a certain level, the Project GK will withhold dividend payments for the corresponding period. Furthermore, if dividend suspension events are triggered for a certain number of consecutive times, all of the cash for the retained dividend payments will be forced to be mandatorily early repaid. The Project Loan is scheduled to be fully repaid over a period of approximately 18 years. However, if there is a shortfall in the scheduled principal and interest payments on each repayment date, the contract allows for the deferral of the payment of the shortfall to a subsequent date thereafter. If there is a shortfall on the scheduled final repayment date, a deferrable period of one year is provided in advance as a tail period thereafter.

### 2. Inherent Risks of Mega Solar Project and Cash Flow Analysis

JCR applies its rating methodology for project finance to evaluation of creditworthiness of a mega solar project. Risk factors for mega solar projects that are considered to be very important include risks related to location (including shadow and snow effects), development and construction, variability of solar radiation quantity, maintenance and operation, output curtailment, and performance of solar power generation equipment. In terms of costs, although initial expenses are large, their annual expenses except those for maintenance are relatively small and less volatile. JCR thinks that it is important to check the impact on cash flow, focusing on stress factors such as variability of solar radiation quantity, output curtailment, impact on power generation of aging of power generation performance, and certain cost increases.

#### Rating

The project is expected to generate relatively stable cash flow over the life of the project thanks to factors including the following factors: (i) revenue is based on the feed-in tariff system; (ii) construction has already been completed and the project has a track record of operating results, and (iii) highly reliable solar panels and PCS manufactured by major manufacturers are used. On the other hand, major risk factors are that revenue is strongly affected by fluctuations in solar radiation quantity, that the project is expected to be affected to some extent by shadows and snowfall, and that there is an obligation to comply with output curtailment for up to 360 hours days per year.

Although there will be some possible earnings volatility factors, such as changes in solar radiation quantity, output curtailment, greater-than-expected deterioration of power generation performance and an increase in operating expenses, JCR has confirmed that even when a strong stress is applied by combining multiple factors, the project's ability to repay debt will be maintained thanks to the reserve, dividend suspension, cash sweep, and other mechanisms in addition to the high DSCR of the initial plan.



Based on the above, JCR has assigned a preliminary rating of "BBB" to both the beneficial interest and trust ABL.

Kiichi Sugiura, Tomohiko Iwasaki and Yudai Matsumoto

# Rating

<Assignment>

Scheduled Initial Issue/ Coupon Preliminary Instrument Name **Trust Termination Date Execution Amount** Type Rating **BBB** Beneficial Interest Apr. 1, 2042 (Scheduled) Fixed TBD\* Apr. 1, 2042 (Scheduled) **BBB** Trust ABL Fixed

#### <Information on Outline of Issue>

Trust Establishment Date: April 14, 2023 (Scheduled) Beneficial Interest Assignment/ ABL Execution Date: April 14, 2023 (Scheduled)

Redemption/Repayment Method: Scheduled Redemption/Repayment

Credit Enhancement & Liquidity Facility:

Cash Reserve and Senior-subordinated Structure as Credit Enhancement & Liquidity Facility with

respect to loan claims, which are the underlying assets

#### <Information on Structure and Stakeholders>

Entrustor: Mizuho Securities Co., Ltd.

Trustee: Mitsubishi HC Capital Trust Corporation

Mega Solar Project Company: Komagane PV G.K.

Asset Manager: BCPG Japan Corporation. Mizuho Securities Co., Ltd. Arranger:

# <Information on Underlying Assets>

Outline of Underlying Assets: Loan claims against the mega solar project

company

## Rating Assignment Date: February 16, 2023

The assumptions for the credit ratings and the definitions of the rating symbols are published as "Types of Credit Ratings and Definitions of Rating Symbols" (January 6, 2014) in Information about JCR Ratings on JCR's website (https://www.jcr.co.jp/en/).

Outline of the rating methodology is shown as "Project Finance" (August 28, 2012) in Information about JCR Ratings on JCR's website (https://www.jcr.co.jp/en/). Rating methodologies for other ancillary points such as eligible deposit accounts and bankruptcy remoteness are also shown within the same page.

The rating stakeholder participated in the rating process of the aforementioned credit ratings.

A preliminary rating is a credit rating assigned as a preliminary evaluation while material terms for issue to be rated are not yet finalized. When the issuing terms are finalized, JCR will confirm them and will assign a credit rating anew. The rating level of the final rating may be different from that of the preliminary rating, depending on the final content of the terms, etc.

#### Japan Credit Rating Agency, Ltd.

Jiji Press Building, 5-15-8 Ginza, Chuo-ku, Tokyo 104-0061, Japan Tel. +81 3 3544 7013, Fax. +81 3 3544 7026

Information herein has been obtained by JCR from the issuers and other sources believed to be accurate and reliable. However, because of the possibility of human or mechanical error as well as other factors, JCR makes no representation or warranty, express or implied, as to accuracy, results, adequacy, timeliness, completeness or merchantability, or fitness for any particular purpose, with respect to any such information, and is not responsible for any representations, or for results obtained from the use of such information. Under no circumstances will JCR be liable for any special, indirect, incidental or consequential damages of any kind caused by the use of any such information including but not limited to, lost opportunity or lost money, whether in contract, tort, strict liability or otherwise, and whether such damages are foreseeable or unforesceable. JCR's ratings and credit assessments are statements of JCR's current and comprehensive opinion regarding redemption possibility, etc. of financial obligations assumed by the issuers or financial products, and not statements of opinion regarding any risk other an credit risk, such as market liquidity risk or price fluctuation risk. JCR's ratings and credit assessments are statements of prinion, and not statements of fact as to credit risk decisions or recommendations regarding decisions to purchase, sell or hold any securities such as individual bonds or commercial paper. The ratings and credit assessments may be changed, suspended or withdrawn as a result of changes in or unavailability of information as well as other factors. JCR receives a rating fee paid by issuers for conducting rating services in principle. JCR retains all rights pertaining to this document, including JCR's rating data. Any reproduction, adaptation, alteration, etc. of this document, including such rating data, is prohibited, whether or not wholly or partly, without prior consent of JCR.

JCR is registered as a "Nationally Recognized Statistical Rating Organization" with the U.S. Securities and Exchange Commission with respect to the following four classes. (1) Financial institutions, brokers and dealers, (2) Insurance Companies, (3) Corporate Issuers, (4) Issuers of government securities, municipal securities and foreign government securities.

JCR publishes its press releases regarding the rating actions both in Japanese and in English on the same day. In case that it takes time to translate rating rationale, JCR may publicize the summary version, which will be replaced by the full translated version within three business days. (Regarding Structured Finance products, JCR only publicize the summary version in English.)

<sup>\*</sup>Total amount of Beneficial Interest and Trust ABL is scheduled to reach 13.8 billion yen.